

Fill in this information to identify the case:

Debtor name **BES LLC**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF GEORGIA, ATLANTA DIVISION**

Case number (if known) **19-57615-PMB**

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 12, 2019**

X /s/ Jeremy Black

Signature of individual signing on behalf of debtor

Jeremy Black

Printed name

President

Position or relationship to debtor

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Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

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Part 1: Summary of Assets

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. Real property: Copy line 88 from <i>Schedule A/B</i>	\$ 0.00
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$ 358,463.09
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ 358,463.09

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i>	\$ 416,053.06
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	\$ 0.00
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i>	+\$ 154,372.75
4. Total liabilities Lines 2 + 3a + 3b	\$ 570,425.81

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Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

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Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.
- ☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. **Checking, savings, money market, or financial brokerage accounts** (Identify all)

Name of institution (bank or brokerage firm) Type of account Last 4 digits of account number

3.1. **SunTrust** **checking** **\$37,856.45**

4. **Other cash equivalents** (Identify all)

5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$37,856.45

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- ☒ No. Go to Part 3.
- ☐ Yes Fill in the information below.

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.
- ☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: **76,711.64** - **0.00** = **\$76,711.64**

face amount doubtful or uncollectible accounts

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Name

11b. Over 90 days old: 929.00 - 0.00 =.... \$929.00
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$77,640.64

Part 4: Investments

13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture furniture and fixtures	Unknown		\$4,500.00
40.	Office fixtures			
41.	Office equipment, including all computer equipment and communication systems equipment and software office equipment	\$0.00		\$16,000.00

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$20,500.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- ☒ No
☐ Yes

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45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.
☒ Yes Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1. <u>2016 Ford E350</u>	<u>Unknown</u>		<u>\$35,000.00</u>
47.2. <u>2017 Ford E350</u>	<u>Unknown</u>		<u>\$37,500.00</u>
47.3. <u>2018 Ford E350</u>	<u>Unknown</u>		<u>\$45,000.00</u>
47.4. <u>2018 Ford F350</u>	<u>Unknown</u>		<u>\$70,000.00</u>
47.5. <u>job equipment</u>	<u>Unknown</u>		<u>\$34,966.00</u>

48. **Watercraft, trailers, motors, and related accessories** *Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels*

49. **Aircraft and accessories**

50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$222,466.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☒ No
☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 9: Real property

54. Does the debtor own or lease any real property?

- ☒ No. Go to Part 10.
☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

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- ☒ No. Go to Part 11.
☐ Yes Fill in the information below.

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☒ No. Go to Part 12.
☐ Yes Fill in the information below.

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Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	\$37,856.45	
81. Deposits and prepayments. Copy line 9, Part 2.	\$0.00	
82. Accounts receivable. Copy line 12, Part 3.	\$77,640.64	
83. Investments. Copy line 17, Part 4.	\$0.00	
84. Inventory. Copy line 23, Part 5.	\$0.00	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$20,500.00	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$222,466.00	
88. Real property. Copy line 56, Part 9.....>		\$0.00
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$0.00	
90. All other assets. Copy line 78, Part 11.	\$0.00	
91. Total. Add lines 80 through 90 for each column	\$358,463.09	\$0.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$358,463.09

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Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim	
2.1	Ford Motor Credit Company <small>Creditor's Name</small> Bankruptcy Service Center PO Box 537901 Livonia, MI 48153-7901 <small>Creditor's mailing address</small> <small>Creditor's email address, if known</small> Date debt was incurred Last 4 digits of account number 9088 Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	Describe debtor's property that is subject to a lien 2016 Ford E350 Describe the lien title lien Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$23,837.73	\$35,000.00

2.2	Ford Motor Credit Company <small>Creditor's Name</small> Bankruptcy Service Center PO Box 537901 Livonia, MI 48153-7901 <small>Creditor's mailing address</small> <small>Creditor's email address, if known</small> Date debt was incurred Last 4 digits of account number 9088	Describe debtor's property that is subject to a lien 2017 Ford E350 Describe the lien title lien Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)	\$30,485.02	\$37,500.00
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Debtor **BES LLC**

Name

Case number (if know)

19-57615-PMB

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.3

Ford Motor Credit Company

Creditor's Name

**Bankruptcy Service Center
PO Box 537901
Livonia, MI 48153-7901**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

0491

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

2018 Ford E350

\$45,445.47

\$45,000.00

Describe the lien

title lien

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.4

Ford Motor Credit Company

Creditor's Name

**Bankruptcy Service Center
PO Box 537901
Livonia, MI 48153-7901**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

4998

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

2018 Ford F350

\$81,384.12

\$70,000.00

Describe the lien

title lien

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.5

Kabbage, Inc.

Creditor's Name

**925B Peachtree Street NE
Suite 1688
Atlanta, GA 30309**

Creditor's mailing address

Describe debtor's property that is subject to a lien

accounts, equipment, inventory, etc.

\$24,687.50

Unknown

Describe the lien

Debtor **BES LLC**
Name

Case number (if know)

19-57615-PMB**Business Loan Agreement; UCC Financing Statement**

Is the creditor an insider or related party?

☒ No☐ Yes

Is anyone else liable on this claim?

☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent☐ Unliquidated☐ Disputed

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

2063;loan

Do multiple creditors have an interest in the same property?

☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.**2.6 Kabbage, Inc.**

Creditor's Name

**925B Peachtree Street NE
Suite 1688
Atlanta, GA 30309**

Creditor's mailing address

Describe debtor's property that is subject to a lien
accounts, equipment, inventory, etc.**\$10,675.00****Unknown**

Describe the lien

Business Loan Agreement; UCC Financing Statement

Is the creditor an insider or related party?

☒ No☐ Yes

Is anyone else liable on this claim?

☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent☐ Unliquidated☐ Disputed

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

2063;loan

Do multiple creditors have an interest in the same property?

☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.**2.7 Kabbage, Inc.**

Creditor's Name

**925B Peachtree Street NE
Suite 1688
Atlanta, GA 30309**

Creditor's mailing address

Describe debtor's property that is subject to a lien
accounts, equipment, inventory, etc.**\$26,375.00****Unknown**

Describe the lien

Business Loan Agreement; UCC Financing Statement

Is the creditor an insider or related party?

☒ No☐ Yes

Is anyone else liable on this claim?

☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

2063;loan

Do multiple creditors have an interest in the same property?

Debtor **BES LLC**

Name

Case number (if know)

19-57615-PMB☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.☐ Contingent☐ Unliquidated☐ Disputed**2.8 Kabbage, Inc.**

Creditor's Name

**925B Peachtree Street NE
Suite 1688
Atlanta, GA 30309**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred**Last 4 digits of account number
2063;loan****Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.**Describe debtor's property that is subject to a lien accounts, equipment, inventory, etc.****\$26,375.00****Unknown****Describe the lien****Business Loan Agreement; UCC Financing Statement****Is the creditor an insider or related party?**☒ No☐ Yes**Is anyone else liable on this claim?**☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**As of the petition filing date, the claim is:**

Check all that apply

☐ Contingent☐ Unliquidated☐ Disputed**2.9 LoanBuilder**

Creditor's Name

**c/o Swift Financial, LLC
3505 Silverside Road
Wilmington, DE 19810**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred**10/31/2018****Last 4 digits of account number
0424****Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.**Describe debtor's property that is subject to a lien accounts, accounts receivable, personal property, etc.****\$70,667.04****Unknown****Describe the lien****Business Loan Agreement****Is the creditor an insider or related party?**☒ No☐ Yes**Is anyone else liable on this claim?**☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**As of the petition filing date, the claim is:**

Check all that apply

☐ Contingent☐ Unliquidated☐ Disputed**2.1
0****National Funding, Inc.**

Creditor's Name

**David Gilbert, C.E.O.
9820 Towne Centre Drive
San Diego, CA 92121**

Creditor's mailing address

Describe debtor's property that is subject to a lien credit and debit card receivables, inventory, equipment, etc.**\$76,121.18****Unknown****Describe the lien****Business Loan Agreement**

Debtor **BES LLC**
Name

Case number (if know) **19-57615-PMB**

Creditor's email address, if known

Date debt was incurred

10/31/2018

Last 4 digits of account number

5610

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$416,053.06

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter the related creditor?

Last 4 digits of account number for this entity

**Celtic Bank Corporation
Reese S. Howell Jr., CEO
268 South 8th State Street; # 300**

Line **2.5**

**Kabbage, Inc.
Rob J. Frohwein, CEO
730 Peachtree St. NE, Ste 1100
Atlanta, GA 30308**

Line **2.5**

**WebBank
Kelly Barnett, President
215 South State St.; Ste 1100
Salt Lake City, UT 84111**

Line **2.9**

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Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.☐ Yes. Go to line 2.**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

3.1 Nonpriority creditor's name and mailing address

American Express
PO Box 981535
El Paso, TX 79998-1535

Date(s) debt was incurred

Last 4 digits of account number **1007**As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: **credit card account**Is the claim subject to offset? ☒ No ☐ Yes

Amount of claim

\$133,974.75

3.2 Nonpriority creditor's name and mailing address

American Express Company
Legal Dept.
200 Vesey St.; Lower Manhattan
New York, NY 10285

Date(s) debt was incurred **03/05/2018**Last 4 digits of account number **1006**As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: **Working Capital loan**Is the claim subject to offset? ☒ No ☐ Yes**\$20,398.00****Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
 Lines 5a + 5b = 5c.

Total of claim amounts

5a. \$ **0.00**5b. + \$ **154,372.75**5c. \$ **154,372.75**

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Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest

debtor's premises
lease agreement dated
February __, 2018, as
amended December __,
2018, regarding 321
Marble Mill Road, Suite
100, Marietta, GA 30060
term ends March 30,
2021

State the term remaining

List the contract number of any government contract

Steve Bacorn
35 Lindley Avenue
Marietta, GA 30064

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Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name

Mailing Address

Name

Check all schedules that apply:

2.1 **Jeremy Black**

**321 Marble Mill Road
Suite 100
NH 03006**

**National Funding,
Inc.**

☒ D **2.10**
☐ E/F _____
☐ G _____

2.2 **Jeremy Black**

**321 Marble Mill Road
Suite 100
NH 03006**

Kabbage, Inc.

☒ D **2.5**
☐ E/F _____
☐ G _____

2.3 **Jeremy Black**

**321 Marble Mill Road
Suite 100
NH 03006**

Kabbage, Inc.

☒ D **2.6**
☐ E/F _____
☐ G _____

2.4 **Jeremy Black**

**321 Marble Mill Road
Suite 100
NH 03006**

Kabbage, Inc.

☒ D **2.8**
☐ E/F _____
☐ G _____

Debtor **BES LLC**

Case number (if known) **19-57615-PMB**

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.5	Jeremy Black	321 Marble Mill Road Suite 100 NH 03006	Kabbage, Inc.	<input checked="" type="checkbox"/> D 2.7 <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.6	Jeremy Black	321 Marble Mill Road Suite 100 NH 03006	LoanBuilder	<input checked="" type="checkbox"/> D 2.9 <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.7	Jeremy Black	321 Marble Mill Road Suite 100 NH 03006	American Express	<input type="checkbox"/> D _____ <input checked="" type="checkbox"/> E/F 3.1 <input type="checkbox"/> G _____
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2.8	Jeremy Black	321 Marble Mill Road Suite 100 NH 03006	American Express Company	<input type="checkbox"/> D _____ <input checked="" type="checkbox"/> E/F 3.2 <input type="checkbox"/> G _____
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2.9	Jeremy Black	321 Marble Mill Road Suite 100 NH 03006	Ford Motor Credit Company	<input checked="" type="checkbox"/> D 2.1 <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.10	Jeremy Black	321 Marble Mill Road Suite 100 NH 03006	Ford Motor Credit Company	<input checked="" type="checkbox"/> D 2.2 <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.11	Jeremy Black	321 Marble Mill Road Suite 100 NH 03006	Ford Motor Credit Company	<input checked="" type="checkbox"/> D 2.3 <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Debtor **BES LLC**

Case number (if known) **19-57615-PMB**

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.12 **Jeremy Black**

**321 Marble Mill Road
Suite 100
NH 03006**

**Ford Motor Credit
Company**

☒ D **2.4**

☐ E/F _____

☐ G _____

Fill in this information to identify the case:

Debtor name **BES LLC**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF GEORGIA, ATLANTA DIVISION**

Case number (if known) **19-57615-PMB**

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From **1/01/2019** to **Filing Date**

☒ Operating a business
☐ Other _____

\$351,728.83

For prior year:
From **1/01/2018** to **12/31/2018**

☒ Operating a business
☐ Other _____

\$1,648,266.51

For year before that:
From **1/01/2017** to **12/31/2017**

☒ Operating a business
☐ Other _____

\$1,110,061.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed

Debtor **BES LLC**Case number (if known) **19-57615-PMB**

or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. Steve Bacorn 35 Lindley Avenue Marietta, GA 30064 landlord	during 90 day pre-petition period	\$12,180.40	premises rent
4.2. Internal Revenue Service Dept. of the Treasury Kansas City, MO 64999-0002	during 90 day pre-petition period	\$27,472.20	payroll withholding taxes
4.3. Elliot Electric Supply 4075 Boulder Ridge Drive Atlanta, GA 30336 supplier	during 90 day pre-petition period	\$36,102.00	supplies
4.4. Blue Cross Blue Shield Ins. 3350 Peachtree Road Atlanta, GA 30326 insurer	during 90 day pre-petition period	\$15,518.64	medical insurance
4.5. Romero General Renovations 2506 Wagon Wheel Trace Duluth, GA 30096 subcontractor	during 90 day pre-petition period	\$6,500.00	services rendered

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
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Debtor **BES LLC**Case number (if known) **19-57615-PMB**

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1.	National Funding, Inc. vs. BES LLC dba Black Electric; Jeremy Black; and Does 1 - 10, inclusive 30-2019-01063138-CU-BC-NJC	breach of contract, account stated, breach of guaranty	Superior Court California Orange County	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (<i>Schedule A/B: Assets – Real and Personal Property</i>).</p>		

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Paul Reece Marr, P.C. Suite 960 300 Galleria Parkway, N.W. Atlanta, GA 30339	\$11,717.00 (\$10,000 attorney fee retainer + \$1,717.00 Petition filing fee)	05/08/2019	\$11,717.00
	Email or website address paul.marr@marrlegal.com			
	Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Debtor **BES LLC**Case number (if known) **19-57615-PMB**

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address	Dates of occupancy From-To
14.1. 345 Laurel Glen Crossing Canton, GA 30114	2009 - 3/01/2018

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
---------------------------	---	---

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**☒ No.☐ Yes. State the nature of the information collected and retained.**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☒ No. Go to Part 10.☐ Yes. Does the debtor serve as plan administrator?**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**

Debtor **BES LLC**Case number (if known) **19-57615-PMB****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
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Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None
Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.
☒ No.

☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

Debtor **BES LLC**Case number (if known) **19-57615-PMB**

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
		Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address	Date of service From-To
26a.1. Jay Black BES LLC dba Black Electric Service 3121 Marble Mill Road Marietta, GA 30060	
26a.2. Mitchell Davis Davis & Associates, CPA 425 Creekstone Rdg Woodstock, GA 30188-3746	
26a.3. Joseph Parker Summit Financial Solutions 1816 Eagle Drive Bldg 100 Ste A Woodstock, GA 30189	

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- ☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

- ☐ None

Name and address	If any books of account and records are unavailable, explain why
26c.1. Jay Black BES LLC dba Black Electric Service 321 Marble Mill Road Marietta, GA 30060	

Debtor **BES LLC**Case number (if known) **19-57615-PMB**

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Jeremy Black	321 Marble Mill Road Suite 100 Marietta, GA 30060	President, Manager	100%
Name	Address	Position and nature of any interest	% of interest, if any
Susan Black	321 Marble Mill Road Suite 100 Marietta, GA 30060	CEO	0%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☐ No

☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 Jeremy Black 321 Marble Mill Road Suite 100 Marietta, GA 30060	\$73,900.00 member dividends/draws	aggregate amount during the 365 days pre-petition	compensation
Relationship to debtor owner, officer			

Debtor **BES LLC**

Case number (if known) **19-57615-PMB**

	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.2	Susanne Black 321 Marble Mill Road; Suite 100 Marietta, GA 30060	\$87,920.00 gross salaries/wages	aggregate amount during the 365 days pre-petition	compensation
	Relationship to debtor officer			
30.3	Brett Black 321 Marble Mill Road; Suite 100 Marietta, GA 30060	\$37,264.50 gross wages/salaries	aggregate amount during the 365 days pre-petition	compensation
	Relationship to debtor employee; owner's son			
30.4	Jay Black 321 Marble Mill Road; Suite 100 Marietta, GA 30060	\$39,195.01 gross salaries/wages	aggregate amount during the 365 days pre-petition	compensation
	Relationship to debtor employee; owner's son			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

Debtor **BES LLC**Case number (if known) **19-57615-PMB****Part 14: Signature and Declaration**

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 12, 2019**

/s/ Jeremy Black

Signature of individual signing on behalf of the debtor

Jeremy Black

Printed name

Position or relationship to debtor **President**

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

United States Bankruptcy Court
Northern District of Georgia, Atlanta Division

In re **BES LLC**

Debtor(s)

Case No. **19-57615-PMB**

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
--	----------------	----------------------	------------------

Jeremy Black 321 Marble Road Suite 100 Marietta, GA 30060		100%	
--	--	-------------	--

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **June 12, 2019**

Signature **/s/ Jeremy Black**
Jeremy Black

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:	:	Case No. 19-57615-PMB
	:	
BES LLC d/b/a	:	Chapter 11
BLACK ELECTRIC SERVICE,	:	
	:	
Debtor.	:	
	:	

CERTIFICATE OF SERVICE

I, Paul Reece Marr, certify that I am over the age of 18 and that on the below referenced date I served a copy of the foregoing *SCHEDULES* and *STATEMENT OF FINANCIAL AFFAIRS* by placing a true copy of same in the United States Mail with adequate postage affixed to insure delivery, addressed to:

- Thomas Wayne Dworschak thomas.w.dworschak@usdoj.gov,
lisa.maness@usdoj.gov;ltctommyd@aol.com
- James W. Hays beau@hpmlawatl.com
- Ronald A. Levine rlevine@levineblock.com,
rlevine682@gmail.com

This the 12th day of June, 2019.

/s/ Paul Reece Marr
Paul Reece Marr
GA Bar No. 471230

PAUL REECE MARR, P.C.
300 Galleria Parkway, N.W.
Suite 960
Atlanta, GA 30339
770-984-2255